

EXHIBIT D TO AMENDED COMPLAINT



Hudson River Park Trust

February 9, 2007

Abigail S. Trenk
President
Air Pegasus
West 30th at West Street
New York, NY 10001

Re: ZIP Aviation

Dear Ms. Trenk:

It has come to our attention that the January 10, 2005 ZIP Aviation Operations Specifications manual that you provided in connection with APH's request for Trust authorization to allow ZIP Aviation to conduct sightseeing operations out of the West 30th Street Heliport has not been approved by the Federal Aviation Administration ("FAA"). Moreover, we are advised that there are inaccuracies and misrepresentations in such submission with respect to the nature and extent of the August 2005 FAA approval that, as subsequently modified, is in place today. We materially relied on such submission and the accuracy of the representations and authorizations set forth therein as part of our recent approval of ZIP Aviation as a sightseeing operator at the Heliport in accordance with Section 3 of APH's Permit.

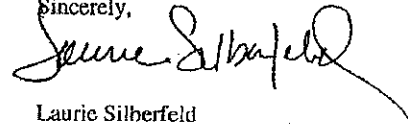
In light of the substantive questions that have been raised about such submission and the nature and extent of ZIP Aviation's FAA authorization, please be advised that we are hereby rescinding our December 15, 2006 authorization of ZIP Aviation as a sightseeing operator at the Heliport.

Further, we are troubled by what would appear to be a lack of due diligence on the part of APH in putting forth and vouching for ZIP Aviation in connection with your sightseeing authorization request. Section 8 of the Permit obligates APH to undertake its operations in compliance with all applicable laws and requirements and not to conduct or allow any activity at the Heliport that requires a permit or other approval without first having obtained such authorization. As an experienced heliport operator, APH should have confirmed the accuracy of the statements and representations set forth in ZIP Aviation's submittal. We are actively

reviewing this matter and what, if any, further actions should be taken in response. We would welcome and will consider any explanation or other response you wish to provide concerning this matter.

As always, please feel free to contact me should you have any questions or wish to discuss this matter further.

Sincerely,

A handwritten signature in black ink, appearing to read "Laurie Silberfeld", with a stylized flourish extending from the end.

Laurie Silberfeld
Vice President & General Counsel

EXHIBIT E TO AMENDED COMPLAINT



New York Helicopter

Charter, Inc.

The Downtown Manhattan Heliport • New York, New York 10004
• Phone 212-361-6060 • Fax 212-361-6406 • www.newyorkhelicopter.com

January 26, 2006

Connie Fishman
President
Hudson River Park Trust
Pier 40, 2nd Floor
West Street at Houston Street
New York, NY 10004

Re: West 30th Street Heliport New Schedule of Charges Effective 2/1/06

Dear Ms. Fishman,

Please be advised that I am in receipt of the new schedule of charges for the West 30th Street Heliport with an effective date of February 1, 2006. A careful review of these charges reveals that implementation of these charges will substantially increase the operating cost for New York Helicopter Charter Inc. Current landing fees at this location are \$65.00 per landing with a \$25.00 SAFE fee. The proposed increase would change the fees to \$80.00 per landing, a \$25.00 SAFE fee and a \$10.00 per passenger surcharge (typically 4 passengers per landing); a 160% increase in a single landing fee. It is important to note that surrounding heliports charge \$66.00 and \$70.00 with no additional SAFE fee or per person charge. The fees proposed by Air Pegasus Heliport, Inc. are outlandish.

As a high volume operator, New York Helicopter Charter, Inc. is entitled to a non discriminatory high volume discount as mentioned in the agreement between the DOT, HRPT and Air Pegasus. To date none of these discounts have been credited. Other operators, who are not high volume, are receiving this discount.

It has taken many years for the impact of September 11, 2001 to be reversed. We took a business that was almost destroyed by world events and put it back up on its feet. We are operating at a NYC/NYS public heliport, and are constantly harassed by the operators (Air Pegasus) telling us that we cannot do business there. It took a law suit to give us the ability to conduct business at that public property. It is my belief that Air Pegasus' needs to be removed as a FBO to ensure that fair business practices are adhered to at a public heliport.

Sincerely,

Michael Roth
President

Enclosure

Cc: George Pataki, Governor
Michael Bloomberg, Mayor
Sheldon Silver, Assemblyman
Charles Dorkey, HRPT
Alan Hevesi, Comptroller